

RAIL CONNECTION, INC.

Post Office Box 800
Eleanor, West Virginia 25070
(V) 304.755.7083 ▼ (F) 304.755.7084

November 1, 2006

RECORDATION NO. 26648 FILED

NOV 03 '06

11-31 AM

SURFACE TRANSPORTATION BOARD

Secretary
Surface Transportation Board
1925 K. Street, N.W.
Washington, D.C. 20423



Dear Sir or Madam:

Enclosed for recording with the Surface Transportation Board is a Memorandum of Rider No. 5 to Master Railroad Equipment Lease Agreement dated October 26, 2006, including the following parties and railroad equipment.

Lessor:	Rail Connection, Inc. Post Office Box 800 Eleanor WV 25070
Lessee:	David J. Joseph Company 300 Pike Street Cincinnati OH 45202
Equipment:	75, Railcars JOSX 2329 – 13311 (not inclusive) (See Exhibit A)

Please record this agreement as a primary document. The filing fee of \$34 is enclosed.

Summary: Memorandum of Rider No. 5 to Master Railroad Equipment Lease Agreement dated October 26, 2006, between Rail Connection, Inc. as Lessor and The David J. Joseph Company as Lessee, including seventy-five (75) railcars—JOSX 2329–13311 (not inclusive).

Sincerely,

Pixie L. Legg
Personnel Director & Policy Coordinator

pl

Enclosures (2)

NOV 03 '06

11-31 AM

**MEMORANDUM OF
RIDER NO. 5 TO
MASTER RAILROAD EQUIPMENT LEASE AGREEMENT**

SURFACE TRANSPORTATION BOARD

This **MEMORANDUM OF RIDER NO. 5 TO MASTER RAILROAD EQUIPMENT LEASE** ("Memorandum of Rider No. 1") entered into this 26th day of October, 2006, is intended to evidence the Master Lease dated as of May 25, 2005 and Rider No. 5 dated October 26, 2006 (the "Lease"), between **RAIL CONNECTION, INC.**, a West Virginia corporation ("Lessor"), and **THE DAVID J. JOSEPH COMPANY**, a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the seventy-five (75) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

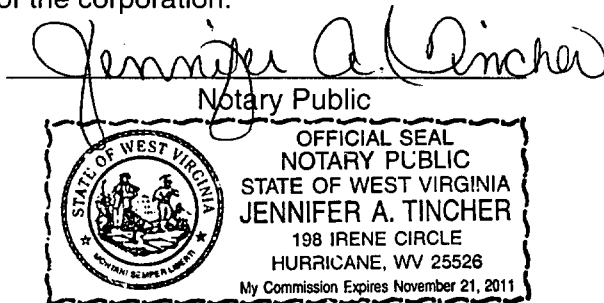
RAIL CONNECTION, INC.By: Name: Warren K. HigginbothamTitle: Vice PresidentDate: 10-31-06**THE DAVID J. JOSEPH COMPANY**By: Name: James H. GoetzTitle: Executive Vice President / CFODate: October 26, 2006

STATE OF WEST VIRGINIA)
)
COUNTY OF KANAWHA) SS:

The foregoing instrument was acknowledged before me this 31st day of October, 2006, by Warren K. Higginbotham, the Vice President of Rail Connection Inc., a West Virginia corporation, on behalf of the corporation.

My Commission expires:

November 21, 2011



STATE OF OHIO)
)
COUNTY OF HAMILTON) SS:

The foregoing instrument was acknowledged before me this 26th day of October, 2006, by James H. Goetz, the Executive Vice President and Chief Financial Officer of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

My Commission expires:

2-20-11

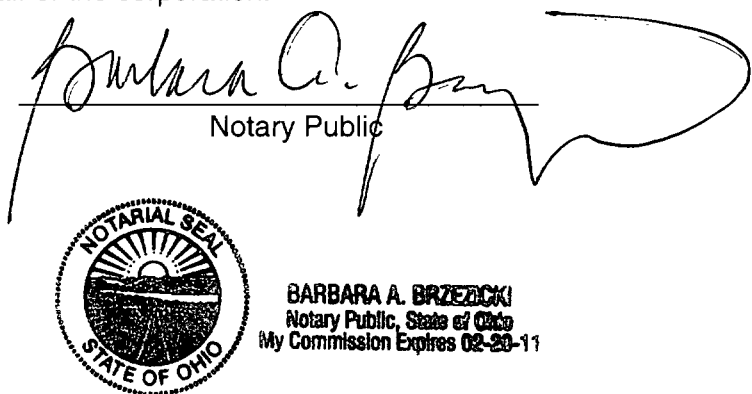


EXHIBIT A

To the Memorandum of Rider No. 5 dated October 26, 2006, between Rail Connection, Inc. and The David J. Joseph Company.

DESCRIPTION OF UNITS

Seventy-five (75) railcars bearing reporting marks:

JOSX	2329
JOSX	2331
JOSX	2413
JOSX	2415
JOSX	2426
JOSX	2436
JOSX	2447
JOSX	2467
JOSX	2469
JOSX	2472
JOSX	2480
JOSX	2487
JOSX	2488
JOSX	2803
JOSX	3218
JOSX	3237
JOSX	3246
JOSX	3772
JOSX	4004
JOSX	4011
JOSX	4042
JOSX	4050
JOSX	4060
JOSX	4074
JOSX	4080
JOSX	4093
JOSX	4099
JOSX	4105
JOSX	4118
JOSX	4124
JOSX	4132
JOSX	4161
JOSX	4189
JOSX	4193
JOSX	7242
JOSX	7269
JOSX	10117
JOSX	10135
JOSX	10141
JOSX	10172
JOSX	10230
JOSX	10237

JOSX	10254
JOSX	10255
JOSX	10260
JOSX	10261
JOSX	10265
JOSX	10266
JOSX	10277
JOSX	10285
JOSX	10324
JOSX	10329
JOSX	10349
JOSX	10351
JOSX	10361
JOSX	10363
JOSX	10366
JOSX	10373
JOSX	10381
JOSX	10417
JOSX	10422
JOSX	13192
JOSX	13193
JOSX	13203
JOSX	13222
JOSX	13226
JOSX	13235
JOSX	13242
JOSX	13266
JOSX	13269
JOSX	13281
JOSX	13300
JOSX	13305
JOSX	13308
JOSX	13311